

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE: GENERIC PHARMACEUTICALS PRICING ANTITRUST LITIGATION	MDL NO. 2724 16-MD-2724
IN RE: DOXYCYCLINE CASES THIS DOCUMENT RELATES TO: <i>ALL DOXYCYCLINE DIRECT PURCHASER ACTIONS</i>	HON. CYNTHIA M. RUFÉ LEAD CASE: 16-DX-27240 DIRECT CASE: 16-DX-27241 JURY TRIAL DEMANDED
AHOLD USA, INC.; CÉSAR CASTILLO, INC.; FWK HOLDINGS, L.L.C.; KPH HEALTHCARE SERVICES, INC., a/k/a KINNEY DRUGS, INC.; and ROCHESTER DRUG CO-OPERATIVE, INC.; on behalf of themselves and all others similarly situated, Plaintiffs, v. ACTAVIS HOLDCO U.S., INC.; HERITAGE PHARMACEUTICALS, INC.; MAYNE PHARMA USA, INC.; MYLAN INC.; MYLAN PHARMACEUTICALS INC.; PAR PHARMACEUTICAL, INC.; SUN PHARMACEUTICAL INDUSTRIES, INC.; and WEST-WARD PHARMACEUTICALS CORP., Defendants.	

**DEFENDANT ACTAVIS HOLDCO U.S., INC.’S
ANSWER AND AFFIRMATIVE DEFENSES TO CONSOLIDATED
DIRECT PURCHASER CLASS ACTION COMPLAINT**

Defendant Actavis Holdco U.S., Inc. (“Actavis”), by and through its counsel, hereby submits its Answer and Affirmative Defenses to the Consolidated Direct Purchaser Class Action Complaint (“Complaint”). Actavis is responding to the allegations in the Complaint that are directed toward Actavis. Except as otherwise stated below, all allegations in the Complaint

directed toward Actavis are expressly denied. Except as otherwise stated below, Actavis is without knowledge or information sufficient to form a belief concerning the truth of the allegations in the Complaint that are directed toward other Defendants and, therefore, Actavis denies same.

SPECIFIC RESPONSES

1. Paragraph 1 contains no allegations, and requires no response from Actavis. To the extent a response to Paragraph 1 is required, Actavis denies the allegations, except admits only that Plaintiffs brought a Class Action Complaint that purports to be on behalf of a class of direct purchasers who purportedly purchased some form of Doxycycline from Defendants.

2. To the extent the allegations in Paragraph 2 are directed toward Actavis, Actavis denies those allegations. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 2 and, therefore, Actavis denies same.

3. To the extent the allegations in Paragraph 3 are directed toward Actavis, Actavis denies those allegations, except admits only that Plaintiffs brought a civil action seeking treble damages against Defendants for alleged violations of Section 1 of the Sherman Act, 15 U.S.C. § 1. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 3 and, therefore, Actavis denies same.

4. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 4 and, therefore, Actavis denies same.

5. Actavis admits the allegations in Paragraph 5.

6. Actavis admits Doxycycline has been available in the United States for many years. Actavis admits that doxycycline hyclate is available in capsule or tablet form and in different formulations, like regular release and delayed release. The allegations in the footnote to

Paragraph 6 purport to summarize the package inserts for doxycycline hyclate regular release and doxycycline hyclate delayed release, the contents of which speak for themselves. Actavis denies the remaining allegations contained in Paragraph 6.

7. Paragraph 7 purports to quote from a portion of a publication by the United States Government Accountability Office, the contents of which speak for itself. Actavis denies the remaining allegations contained in Paragraph 7.

8. The allegations contained in Paragraph 8 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 8 and, therefore, Actavis denies same.

9. Actavis denies all allegations contained in Paragraph 9 directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 9 and, therefore, Actavis denies same.

10. Actavis denies all allegations contained in Paragraph 10 directed toward it, except admits only that Allergan plc received a DOJ subpoena and that the DOJ and State AGs are conducting an investigation related to the generic pharmaceutical industry. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 10 and, therefore, Actavis denies same.

11. Paragraph 11 purports to summarize a letter and a press release by the National Community Pharmacists Association, the contents of which speak for themselves. Actavis denies all remaining allegations contained in Paragraph 11 directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 11 and, therefore, Actavis denies same.

12. Paragraph 12 purports to summarize charging documents filed by DOJ against Jeffrey Glazer and Jason Malek, the contents of which speak for themselves. Actavis denies all remaining allegations contained in Paragraph 12 directed toward it. Actavis lacks sufficient knowledge or information to form a belief as to the truth of the remaining allegations contained in Paragraph 12 and, therefore, Actavis denies same.

13. Paragraph 13 purports to summarize and quote from a transcript of a plea hearing, the contents of which speak for itself. To the extent a response is required, Actavis denies all allegations contained in Paragraph 13 directed toward it. Actavis lacks sufficient knowledge or information to form a belief as to the truth of the remaining allegations contained in Paragraph 13 and, therefore, Actavis denies same.

14. Paragraph 14 purports to summarize a transcript of a plea hearing, the contents of which speak for itself. To the extent a response is required, Actavis denies all allegations contained in Paragraph 14 directed toward it. Actavis lacks sufficient knowledge or information to form a belief as to the truth of the remaining allegations contained in Paragraph 14 and, therefore, Actavis denies same.

15. Paragraph 15 contains no allegations, and requires no response from Actavis. Paragraph 15 purports to summarize and quote from DOJ's Motion to Stay Discovery, the contents of which speak for itself. To the extent a response is required, Actavis lacks sufficient knowledge or information to form a belief as to the truth of the remaining allegations contained in Paragraph 15 and, therefore, Actavis denies same.

16. The fourth sentence of Paragraph 16 purports to quote from an online article, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a

belief as to the truth of any remaining allegations contained in Paragraph 16 and, therefore, Actavis denies same.

17. Paragraph 17 purports to quote from a Pfizer, Inc. SEC filing, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations contained in Paragraph 17 and, therefore, Actavis denies same.

18. Actavis denies the allegations contained in Paragraph 18 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 18 and, therefore, Actavis denies same.

19. Paragraph 19 contains a legal conclusion to which no response is required and is therefore denied.

20. Paragraph 20 contains a legal conclusion to which no response is required and is therefore denied.

21. Paragraph 21 contains a legal conclusion to which no response is required and is therefore denied.

22. Paragraph 22 contains a legal conclusion to which no response is required and is therefore denied.

23. Paragraph 23 contains a legal conclusion to which no response is required and is therefore denied.

24. Actavis denies the allegations contained in Paragraph 24 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 24 and, therefore, Actavis denies same.

25. Actavis denies the allegations contained in Paragraph 25 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 25 and, therefore, Actavis denies same.

26. Actavis denies the allegations contained in Paragraph 26 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 26 and, therefore, Actavis denies same.

27. Actavis denies the allegations contained in Paragraph 27 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 27 and, therefore, Actavis denies same.

28. Actavis denies the allegations contained in Paragraph 28 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 28 and, therefore, Actavis denies same.

29. Actavis admits that Actavis Holdco U.S., Inc. was a Delaware corporation with its principal place of business in Parsippany, New Jersey. Actavis admits that in August 2016, Teva Pharmaceuticals U.S., Inc. acquired Allergan plc's generics business. Actavis denies all remaining allegations contained in Paragraph 29.

30. The allegations contained in Paragraph 30 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 30 and, therefore, Actavis denies same.

31. The allegations contained in Paragraph 31 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 31 and, therefore, Actavis denies same.

32. The allegations contained in Paragraph 32 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 32 and, therefore, Actavis denies same.

33. The allegations contained in Paragraph 33 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 33 and, therefore, Actavis denies same.

34. The allegations contained in Paragraph 34 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 34 and, therefore, Actavis denies same.

35. The allegations contained in Paragraph 35 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 35 and, therefore, Actavis denies same.

36. The allegations contained in Paragraph 36 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 36 and, therefore, Actavis denies same.

37. The allegations contained in Paragraph 37 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 37 and, therefore, Actavis denies same.

38. Actavis denies the allegations contained in Paragraph 38 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 38 and, therefore, Actavis denies same.

39. Actavis denies the allegations contained in Paragraph 39 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 39 and, therefore, Actavis denies same.

40. Actavis denies the allegations contained in Paragraph 40 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 40 and, therefore, Actavis denies same.

41. Actavis denies the allegations contained in Paragraph 41 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 41 and, therefore, Actavis denies same.

42. Actavis denies the allegations contained in Paragraph 42 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 42 and, therefore, Actavis denies same.

43. Actavis denies the allegations contained in Paragraph 43 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 43 and, therefore, Actavis denies same.

44. Actavis denies the allegations contained in Paragraph 44 that are directed toward it, except admits only that it produced certain forms of Doxycycline Regular Release. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 44 and, therefore, Actavis denies same.

45. Actavis admits only that it produced certain forms of Doxycycline Regular Release. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 45 and, therefore, Actavis denies same.

46. Paragraph 46 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 46 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 46 and, therefore, Actavis denies same.

47. Paragraph 47 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 47 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 47 and, therefore, Actavis denies same.

48. Paragraph 48 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 48 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 48 and, therefore, Actavis denies same.

49. Paragraph 49 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 49 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 49 and, therefore, Actavis denies same.

50. Paragraph 50 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 50 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 50 and, therefore, Actavis denies same.

51. Actavis denies the allegations contained in Paragraph 51. The last two sentences of Paragraph 51 consist of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in the last two sentences of Paragraph 51.

52. Paragraph 52 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 52.

53. Paragraph 53 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 53.

54. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 54 and, therefore, Actavis denies same.

55. Actavis denies the allegations contained in Paragraph 55 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 55 and, therefore, Actavis denies same.

56. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 56 and, therefore, Actavis denies same.

57. Paragraph 57 purports to quote from a Federal Trade Commission study, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 57 and, therefore, Actavis denies same.

58. To the extent Paragraph 58 purports to set forth the contents of the study cited in Footnote 16, Actavis refers to the cited study, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 58 and, therefore, Actavis denies same.

59. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 59 and, therefore, Actavis denies same.

60. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 60 and, therefore, Actavis denies same, except admits only that Actavis reported a WAC for its drugs.

61. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 61 and, therefore, Actavis denies same.

62. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 62 and, therefore, Actavis denies same.

63. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 63 and, therefore, Actavis denies same.

64. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 64 and, therefore, Actavis denies same.

65. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 65 and, therefore, Actavis denies same.

66. Actavis denies the allegations contained in Paragraph 66 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 66 and, therefore, Actavis denies same.

67. The allegations contained in Paragraph 67 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis admits only that Glazer and Malek entered guilty pleas on January 9, 2017, the contents of which speak for themselves. Actavis lacks sufficient knowledge or information to form a belief as to the truth of the remaining allegations contained in Paragraph 67 and the allegations are therefore denied.

68. Actavis admits only that Allergan plc received a DOJ subpoena. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 68 and, therefore, Actavis denies same.

69. Paragraph 69 purports to quote from the referenced State AGs' complaint, the contents of which speak for itself. Actavis denies the allegations in Paragraph 69.

70. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 70 and, therefore, Actavis denies same.

71. Actavis denies the allegations contained in Paragraph 71 that are directed toward it, except admits only that Plaintiffs purport to rely on IMS data to report certain revenue figures, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 71 and, therefore, Actavis denies same.

72. Actavis denies the allegations contained in Paragraph 72 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 72 and, therefore, Actavis denies same.

73. Actavis denies the allegations contained in Paragraph 73 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 73 and, therefore, Actavis denies same.

74. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 74 and, therefore, Actavis denies same, except admits only that Plaintiffs purport to rely on IMS data, which speaks for itself.

75. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 75 and, therefore, Actavis denies same, except admits only that Plaintiffs purport to rely on IMS data to report certain revenues figures, which speaks for itself.

76. Actavis denies the allegations contained in Paragraph 76.

77. Actavis denies the allegations contained in Paragraph 77 that are directed toward it, except admits only that Plaintiffs purport to rely on IMS data, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 77 and, therefore, Actavis denies same.

78. The allegations contained in Paragraph 78 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 78 and, therefore, Actavis denies same.

79. The allegations contained in Paragraph 79 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 79 and, therefore, Actavis denies same.

80. The allegations contained in Paragraph 80 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 80 and, therefore, Actavis denies same.

81. The allegations contained in Paragraph 81 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 81 and, therefore, Actavis denies same.

82. The allegations contained in Paragraph 82 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 82 and, therefore, Actavis denies same.

83. The allegations contained in Paragraph 83 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 83 and, therefore, Actavis denies same.

84. The allegations contained in Paragraph 84 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 84 and, therefore, Actavis denies same.

85. The allegations contained in Paragraph 85 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 85 and, therefore, Actavis denies same.

86. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 86 (in part because the term “effective price” is undefined and ambiguous), except admits only that Plaintiffs purport to rely on IMS data to report certain revenue figures, which speaks for itself. Actavis otherwise denies all allegations contained in Paragraph 86.

87. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 87 (in part because the term “effective price” is undefined and ambiguous), except admits only that Plaintiffs purport to rely on IMS data to report certain revenue figures, which speaks for itself. Actavis otherwise denies all allegations contained in Paragraph 87.

88. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 88 (in part because the term “effective price” is undefined and ambiguous), except admits only that Plaintiffs purport to rely on IMS data to report certain revenue figures, which speaks for itself. Actavis otherwise denies all allegations contained in Paragraph 88.

89. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 89 (in part because the term “effective price” is

undefined and ambiguous), except admits only that Plaintiffs purport to rely on IMS data to report certain revenue figures, which speaks for itself. Actavis otherwise denies all allegations contained in Paragraph 89.

90. The allegations contained in Paragraph 90 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 90 and, therefore, Actavis denies same.

91. Actavis denies the allegations contained in Paragraph 91 that are directed toward it, except admits only that Plaintiffs purport to rely on IMS data, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 91 and, therefore, Actavis denies same.

92. Actavis denies the allegations contained in Paragraph 92 that are directed toward it, except admits only that Plaintiffs purport to rely on IMS data, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 92 and, therefore, Actavis denies same.

93. Paragraph 93 consists of legal conclusions to which no response is required. Paragraph 93 purports to summarize the CDC's website, the contents of which speak for itself. To the extent a response is required, Actavis denies the allegations contained in Paragraph 93 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 93 and, therefore, Actavis denies same.

94. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 94, except admits only that the referenced sources speak for themselves. Actavis otherwise denies all allegations contained in Paragraph 94.

95. The allegations contained in Paragraph 95 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 95 and, therefore, Actavis denies same.

96. The allegations contained in Paragraph 96 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 96 and, therefore, Actavis denies same.

97. Actavis denies the allegations contained in Paragraph 97 that are directed toward it, except admits only that Plaintiffs purport to rely on IMS data to report certain revenues figures, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 97 and, therefore, Actavis denies same.

98. Actavis denies the allegations contained in Paragraph 98 that are directed toward it, except admits only that Plaintiffs purport to rely on IMS data to report certain revenues figures, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 98 and, therefore, Actavis denies same.

99. The allegations contained in Paragraph 99 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 99 and, therefore, Actavis denies same.

100. The allegations contained in Paragraph 100 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 100 and, therefore, Actavis denies same, except that Actavis admits only that the referenced complaint was filed, and this complaint speaks for itself.

101. The allegations contained in Paragraph 101 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 101 and, therefore, Actavis denies same.

102. The allegations contained in Paragraph 102 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 102 and, therefore, Actavis denies same.

103. The allegations contained in Paragraph 103 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 103 and, therefore, Actavis denies same.

104. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 104 and, therefore, Actavis denies same.

105. The allegations contained in Paragraph 105 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 105 and, therefore, Actavis denies same.

106. The allegations contained in Paragraph 106 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 106 and, therefore, Actavis denies same.

107. The allegations contained in Paragraph 107 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 107 and, therefore, Actavis denies same.

108. The allegations contained in Paragraph 108 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 108 and, therefore, Actavis denies same.

109. The allegations contained in Paragraph 109 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 109 and, therefore, Actavis denies same.

110. The allegations contained in Paragraph 110 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 110 and, therefore, Actavis denies same.

111. The allegations contained in Paragraph 111 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 111 and, therefore, Actavis denies same.

112. The allegations contained in Paragraph 112 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 112 and, therefore, Actavis denies same, including as to all subparts.

113. Actavis denies the allegations contained in Paragraph 113 that are directed toward it, except admits only that certain former Actavis employees attended certain industry meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 113 and, therefore, Actavis denies same.

114. Actavis denies the allegations contained in Paragraph 114 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 114 and, therefore, Actavis denies same.

115. Actavis denies the allegations contained in Paragraph 115 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 115 and, therefore, Actavis denies same.

116. Actavis denies the allegations contained in Paragraph 116 that are directed toward it, including all subparts. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 116 and, therefore, Actavis denies same, including as to all subparts.

117. Actavis denies the allegations contained in Paragraph 117 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 117 and, therefore, Actavis denies same.

118. Actavis denies the allegations contained in Paragraph 118 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 118 and, therefore, Actavis denies same.

119. The first sentence of Paragraph 119 purports to summarize a *FiercePharma* article, the contents of which speak for itself. The second sentence of Paragraph 119 purports to quote from a press release on the website of the Connecticut Attorney General, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 119 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 119 and, therefore, Actavis denies same.

120. Actavis denies the allegations contained in Paragraph 120 that are directed toward it, except admits only that it was a member of certain trade associations. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 120 and, therefore, Actavis denies same.

121. Paragraph 121 purports to quote from an archived version of GPhA's website, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 121 and, therefore, Actavis denies same.

122. Paragraph 122 purports to quote from an archived version of GPhA's website, the contents of which speak for itself. Actavis lacks knowledge and information sufficient to form a

belief as to the truth of the remaining allegations contained in Paragraph 122 and, therefore, Actavis denies same.

123. Actavis admits only that certain of its executives served as members of GPhA's Board of Directors. The remaining allegations contained in Paragraph 123 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 123 and, therefore, Actavis denies same.

124. Actavis admits only that certain of its executives served as members of GPhA's Board of Directors. The remaining allegations contained in Paragraph 124 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 124 and, therefore, Actavis denies same.

125. Actavis admits only that certain of its executives served as members of GPhA's Board of Directors. The remaining allegations contained in Paragraph 125 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 125 and, therefore, Actavis denies same.

126. The allegations contained in Paragraph 126 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 126 and, therefore, Actavis denies same.

127. The allegations contained in Paragraph 127 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 127 and, therefore, Actavis denies same.

128. The allegations contained in Paragraph 128 are directed toward other Defendants and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 128 and, therefore, Actavis denies same.

129. Paragraph 129 purports to quote from an archived version of GPhA's website, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 129 and, therefore, Actavis denies same.

130. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 130 and, therefore, Actavis denies same.

131. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 131 and, therefore, Actavis denies same.

132. Paragraph 132 purports to quote from MMCAP's website, the contents of which speak for itself. Actavis lacks knowledge and information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 132 and, therefore, Actavis denies same.

133. Paragraph 133 purports to quote from MMCAP's Charter, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 133 and, therefore, Actavis denies same.

134. Paragraph 134 purports to summarize ECRM's website, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 134 and, therefore, Actavis denies same.

135. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 135 and, therefore, Actavis denies same.

136. Actavis admits only that certain former Actavis employees attended certain ECRM meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 136 and, therefore, Actavis denies same.

137. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 137 and, therefore, Actavis denies same.

138. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 138 and, therefore, Actavis denies same.

139. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 139 and, therefore, Actavis denies same.

140. Actavis admits only that certain former Actavis employees attended certain ECRM meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 140 and, therefore, Actavis denies same.

141. Actavis admits only that certain former Actavis employees attended certain NACDS meetings. Actavis lacks knowledge or information sufficient to form a belief as to the

truth of the remaining allegations contained in Paragraph 141 and, therefore, Actavis denies same.

142. Actavis admits only that certain former Actavis employees attended certain HDMA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 142 and, therefore, Actavis denies same.

143. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 143 and, therefore, Actavis denies same.

144. Actavis admits only that certain former Actavis employees attended certain NACDS meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 144 and, therefore, Actavis denies same.

145. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 145 and, therefore, Actavis denies same.

146. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 146 and, therefore, Actavis denies same.

147. Actavis admits only that certain former Actavis employees attended certain ECRM meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 147 and, therefore, Actavis denies same.

148. Actavis admits only that certain former Actavis employees attended certain NACDS meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 148 and, therefore, Actavis denies same.

149. Actavis admits only that certain former Actavis employees attended certain MMCAP meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 149 and, therefore, Actavis denies same.

150. Actavis admits only that certain former Actavis employees attended certain MMCAP meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 150 and, therefore, Actavis denies same.

151. Actavis admits only that certain former Actavis employees attended certain HDMA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 151 and, therefore, Actavis denies same.

152. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 152 and, therefore, Actavis denies same.

153. Actavis admits only that certain former Actavis employees attended certain NACDS meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 153 and, therefore, Actavis denies same.

154. Actavis admits only that certain former Actavis employees attended certain GPhA meetings. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 154 and, therefore, Actavis denies same.

155. Actavis admits only that certain former Actavis employees attended certain trade association meetings, conferences and events. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 155 and, therefore, Actavis denies same.

156. Actavis denies the allegations contained in Paragraph 156 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 156 and, therefore, Actavis denies same.

157. Actavis denies the allegations contained in Paragraph 157 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 157 and, therefore, Actavis denies same.

158. Actavis denies the allegations contained in Paragraph 158, except admits only that Actavis was headquartered in New Jersey. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 158 and, therefore, Actavis denies same.

159. Actavis denies the allegations contained in Paragraph 159 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 159 and, therefore, Actavis denies same.

160. Actavis denies the allegations contained in Paragraph 160 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 160 and, therefore, Actavis denies same.

161. Actavis denies the allegations contained in Paragraph 161 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 161 and, therefore, Actavis denies same.

162. Actavis denies the allegations contained in Paragraph 162 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 162 and, therefore, Actavis denies same.

163. Actavis denies the allegations contained in Paragraph 163 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 163 and, therefore, Actavis denies same.

164. Actavis refers to the transcript of the October 29, 2013 earnings call, which speaks for itself, for a complete reporting of the statements made by Sigurdur Olafsson during that call and Actavis denies the allegations contained in Paragraph 164 to the extent they are inconsistent with the statements contained in the transcript of the earnings call. Actavis denies the remaining allegations contained in Paragraph 164.

165. Actavis refers to the transcript of the August 5, 2014 earnings call, which speaks for itself, for a complete reporting of the statements made by David Buchen during that call and Actavis denies the allegations contained in Paragraph 165 to the extent they are inconsistent with the statements contained in the transcript of the earnings call. Actavis denies the remaining allegations contained in Paragraph 165.

166. Actavis refers to the transcript of the May 11, 2015 earnings call, which speaks for itself, for a complete reporting of the statements made by Brenton Saunders during that call and Actavis denies the allegations contained in Paragraph 166 to the extent they are inconsistent

with the statements contained in the transcript of the earnings call. Actavis denies the remaining allegations contained in Paragraph 166.

167. Actavis refers to the transcript of the August 6, 2015 earnings call, which speaks for itself, for a complete reporting of the statements made by Saunders during that call and Actavis denies the allegations contained in Paragraph 167 to the extent they are inconsistent with the statements contained in the transcript of the earnings call. Actavis denies the remaining allegations contained in Paragraph 167.

168. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 168 and, therefore, Actavis denies same.

169. The allegations contained in Paragraph 169 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 169 and, therefore, Actavis denies same.

170. The allegations contained in Paragraph 170 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 170 and, therefore, Actavis denies same.

171. The allegations contained in Paragraph 171 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 171 and, therefore, Actavis denies same.

172. The allegations contained in Paragraph 172 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 172 and, therefore, Actavis denies same.

173. The allegations contained in Paragraph 173 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 173 and, therefore, Actavis denies same.

174. The allegations contained in Paragraph 174 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 174 and, therefore, Actavis denies same.

175. The allegations contained in Paragraph 175 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 175 and, therefore, Actavis denies same.

176. The allegations contained in Paragraph 176 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 176 and, therefore, Actavis denies same.

177. The allegations contained in Paragraph 177 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 177 and, therefore, Actavis denies same.

178. The allegations contained in Paragraph 178 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 178 and, therefore, Actavis denies same.

179. The allegations contained in Paragraph 179 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 179 and, therefore, Actavis denies same.

180. The allegations contained in Paragraph 180 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 180 and, therefore, Actavis denies same.

181. The allegations contained in Paragraph 181 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 181 and, therefore, Actavis denies same.

182. The allegations contained in Paragraph 182 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 182 and, therefore, Actavis denies same.

183. The allegations contained in Paragraph 183 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 183 and, therefore, Actavis denies same.

184. The allegations contained in Paragraph 184 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 184 and, therefore, Actavis denies same.

185. The allegations contained in Paragraph 185 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 185 and, therefore, Actavis denies same.

186. The allegations contained in Paragraph 186 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 186 and, therefore, Actavis denies same.

187. The allegations contained in Paragraph 187 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 187 and, therefore, Actavis denies same.

188. The allegations contained in Paragraph 188 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 188 and, therefore, Actavis denies same.

189. The allegations contained in Paragraph 189 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 189 and, therefore, Actavis denies same.

190. The allegations contained in Paragraph 190 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 190 and, therefore, Actavis denies same.

191. The allegations contained in Paragraph 191 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 191 and, therefore, Actavis denies same.

192. The allegations contained in Paragraph 192 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 192 and, therefore, Actavis denies same.

193. The allegations contained in Paragraph 193 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 193 and, therefore, Actavis denies same.

194. The allegations contained in Paragraph 194 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 194 and, therefore, Actavis denies same.

195. The allegations contained in Paragraph 195 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 195 and, therefore, Actavis denies same.

196. The allegations contained in Paragraph 196 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 196 and, therefore, Actavis denies same.

197. The allegations contained in Paragraph 197 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 197 and, therefore, Actavis denies same.

198. Paragraph 198 purports to quote from a *Wall Street Journal* article, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 198 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of remaining allegations in paragraph 198 and, therefore, Actavis denies same.

199. Paragraph 199 purports to summarize and quote from a *Bloomberg* article, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 199 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of remaining allegations in Paragraph 199 and, therefore, Actavis denies same.

200. The first sentence of Paragraph 200 purports to quote from a study by David Belk, MD, the contents of which speak for itself. The second sentence of Paragraph 200 purports to summarize a GAO Report, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 200 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of remaining allegations in Paragraph 200 and, therefore, Actavis denies same.

201. Paragraph 201 purports to summarize and quote from a press release by the Pennsylvania Medical Society, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 201 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of remaining allegations in Paragraph 201 and, therefore, Actavis denies same.

202. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the statements in the correspondence cited in Paragraph 202 and, therefore, Actavis denies same. Actavis denies the remaining allegations contained in Paragraph 202.

203. Actavis admits only that Senator Sanders and Representative Cummings issued a joint press release on or about October 2, 2014 regarding increases in generic prices, and that press release speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 203 and, therefore, Actavis denies same.

204. Actavis admits only that Senator Sanders and Representative Cummings issued a joint press release on or about October 2, 2014 regarding increases in generic prices, and that press release speaks for itself. Actavis lacks knowledge or information sufficient to form a belief

as to the truth of the remaining allegations contained in Paragraph 204 and, therefore, Actavis denies same.

205. Paragraph 205 purports to quote from a letter to Mylan from Senator Sanders and Representative Cummings, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 205 and, therefore, Actavis denies same.

206. Paragraph 206 purports to summarize a letter to Mylan from Senator Sanders and Representative Cummings, the contents of which speak for itself. The allegations contained in Paragraph 206 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 206 and, therefore, Actavis denies same.

207. Paragraph 207 purports to summarize letters to Mylan, Actavis, Heritage, Sun, and West-Ward from Senator Sanders and Representative Cummings, the contents of which speak for themselves. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 207 and, therefore, Actavis denies same.

208. The first sentence of Paragraph 208 purports to quote from a letter to the OIG of the Department of Health and Human Services from Senator Sanders and Representative Cummings, the contents of which speak for itself. The second sentence of Paragraph 208 purports to summarize and quote from OIG's response letter to Senator Sanders and Representative Cummings, the contents of which speak for itself. Actavis lacks knowledge or

information sufficient to form a belief as to the truth of the allegations contained in Paragraph 208 and, therefore, Actavis denies same.

209. Paragraph 209 purports to summarize an August 2016 GAO report, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 209 and, therefore, Actavis denies same.

210. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 210 and, therefore, Actavis denies same.

211. The third sentence of Paragraph 211 purports to summarize an article by *Policy and Regulatory Report*, the contents of which speak for itself. The fourth sentence of Paragraph 211 purports to quote from an article by *Bloomberg*, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 211 and, therefore, Actavis denies same.

212. Actavis admits only that Allergan plc issued the Form 10-K cited in Paragraph 212, which speaks for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 212 and, therefore, Actavis denies same.

213. The allegations contained in Paragraph 213 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 213 and, therefore, Actavis denies same.

214. The allegations contained in Paragraph 214 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks

knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 214 and, therefore, Actavis denies same.

215. The allegations contained in Paragraph 215 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 215 and, therefore, Actavis denies same.

216. The allegations contained in Paragraph 216 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 216 and, therefore, Actavis denies same.

217. The allegations contained in Paragraph 217 are directed toward another Defendant and, therefore, no response is required. To the extent a response is required, Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 217 and, therefore, Actavis denies same.

218. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 218 and, therefore, Actavis denies same.

219. Paragraph 219 purports to summarize and quote from the DOJ's Antitrust Division Manual, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 219.

220. Actavis denies the allegations contained in Paragraph 220.

221. Paragraph 221 purports to summarize and quote from the DOJ's website, the contents of which speak for itself. Actavis denies the remaining allegations contained in Paragraph 221.

222. Paragraph 222 purports to quote from a transcript from Glazer's and Malek's plea hearing, the contents of which speak for itself. To the extent the allegations in Paragraph 222 are directed toward Actavis, Actavis denies those allegations. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 222 and, therefore, Actavis denies same.

223. Actavis admits only that the Department of Justice has intervened in MDL 2724 and certain other related civil actions. The remaining allegations of Paragraph 223 are denied.

224. Paragraph 224 purports to quote from DOJ's Spring 2017 Division Update, the contents of which speak for itself. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the statements contained in the cited Update and, therefore, Actavis denies same.

225. Paragraph 225 purports to quote from an article by *The Connecticut Mirror*, the contents of which speak for itself. Actavis admits only that various States have filed complaints that are now pending in MDL 2724, and those complaints speak for themselves. The remaining allegations contained in Paragraph 225 are denied.

226. Paragraph 226 purports to quote from a press release by the Connecticut Attorney General, the contents of which speak for itself. The remainder of the allegations contained in Paragraph 226 are denied.

227. Paragraph 227 purports to quote from and summarize briefs the State AGs filed with the JPML, the contents of which speak for themselves. The remainder of the allegations contained in Paragraph 227 are denied.

228. Paragraph 228 purports to quote from and summarize an MLex article, the contents of which speak for itself. Actavis denies the allegations contained in Paragraph 228 that

are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 228 and, therefore, Actavis denies same.

229. Paragraph 229 purports to quote from a press release by the New York Attorney General, the contents of which speak for itself. The remainder of the allegations contained in Paragraph 229 are denied.

230. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 230 and, therefore, Actavis denies same.

231. Paragraph 231 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 231.

232. Actavis denies the allegations contained in Paragraph 232, including all subparts.

233. Actavis denies the allegations contained in Paragraph 233 that are directed toward it. Actavis lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 233 and, therefore, Actavis denies same.

234. Paragraph 234 consists of legal conclusions to which no response is required. To the extent a response is required, Actavis denies the allegations contained in Paragraph 234.

235. Actavis denies the allegations contained in Paragraph 235.

236. Actavis denies the allegations contained in Paragraph 236.

237. Actavis denies the allegations contained in Paragraph 237.

238. Actavis denies the allegations contained in Paragraph 238.

239. Actavis denies the allegations contained in Paragraph 239.

240. Actavis denies the allegations contained in Paragraph 240.

241. Actavis denies the allegations contained in Paragraph 241.

242. Actavis denies the allegations contained in Paragraph 242.

243. Actavis denies the allegations contained in Paragraph 243.

244. Actavis denies the allegations contained in Paragraph 244.

245. Actavis denies the allegations contained in Paragraph 245.

246. Actavis denies the allegations contained in Paragraph 246.

247. Actavis incorporates by reference the preceding paragraphs of this Answer in response to the allegations in Paragraph 247.

248. Actavis denies the allegations contained in Paragraph 248.

249. Actavis denies the allegations contained in Paragraph 249.

250. Actavis denies the allegations contained in Paragraph 250.

251. Actavis denies the allegations contained in Paragraph 251, including all subparts.

252. Actavis denies the allegations contained in Paragraph 252.

253. Actavis denies the allegations contained in Paragraph 253.

254. Actavis denies the allegations contained in Paragraph 254.

255. Actavis denies the allegations contained in Paragraph 255.

To the extent any answer may be required to the “WHEREFORE” clause in Plaintiffs’ Prayer for Relief, Actavis denies any and all allegations contained in the “WHEREFORE” clause and denies that Plaintiffs are entitled to the requested relief, or to any relief whatsoever.

Actavis hereby demands a trial by jury on all issues that may be tried and decided by jury.

AFFIRMATIVE DEFENSES AND OTHER DEFENSES

Without assuming any burden it would not otherwise bear, and reserving its right to amend its Answer to assert additional defenses as they may become known during discovery, Actavis asserts the following separate and additional defenses:

FIRST DEFENSE

Plaintiffs fail to state a claim upon which relief can be granted.

SECOND DEFENSE

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs and the putative class lack Article III and statutory standing to assert their claims.

THIRD DEFENSE

Plaintiffs' claims are barred, in whole or in part, by the applicable statutes of limitations.

FOURTH DEFENSE

Plaintiffs' claims are barred in whole or in part, because Plaintiffs have not suffered any antitrust or other injury or damage as a result of any conduct alleged in this lawsuit.

FIFTH DEFENSE

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs failed to mitigate damages, if any, allegedly suffered as a result of the conduct they allege.

SIXTH DEFENSE

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs' alleged damages, if any, are too remote and speculative and because of the impossibility of proof as to those damages.

SEVENTH DEFENSE

To the extent Plaintiffs' claims would result in Actavis paying damages to more than one claimant for the same alleged overcharge, they are barred because such multiple liability would violate rights guaranteed Actavis by the United States Constitution, including, without limitation, rights guaranteed under the Due Process Clause of the Fifth and Fourteenth Amendments.

EIGHTH DEFENSE

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs' damages, if any, resulted from the acts or omissions of third parties over whom Actavis had no control, which constitute intervening or superseding causes of harm.

NINTH DEFENSE

Plaintiffs' claims are barred, in whole or in part, by the doctrines of waiver, estoppel, unclean hands, and/or laches.

TENTH DEFENSE

Actavis adopts by reference any additional, applicable defense pleaded by any other Defendant in this matter.

PRAYER FOR RELIEF

WHEREFORE, Actavis denies that it is liable to Plaintiffs for any amount and prays as follows:

1. That the Court dismiss the Complaint against Actavis with prejudice;
2. That the Court enter judgment in favor of Actavis;
3. That the Court award Actavis its costs, attorneys' fees, and expenses in the amount and manner permitted by applicable law; and
4. That the Court grant Actavis such other and/or further relief as it may deem just and proper.

Dated: January 31, 2019

Respectfully submitted,

By: /s/ Sheron Korpus

Sheron Korpus

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Actavis Holdco U.S., Inc.

CERTIFICATE OF SERVICE

I hereby certify on this 31st day of January, 2019, a true and correct copy of the foregoing was filed electronically and is available for viewing and downloading from the Court's ECF System. Notice of this filing will be sent to all counsel of record by operation of the ECF System.

/s/ Sheron Korpus
Sheron Korpus